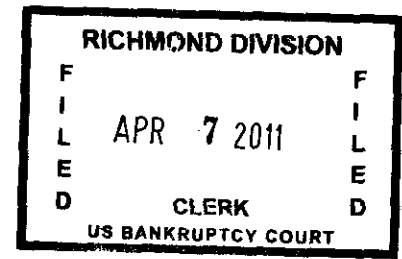


IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION



In re: §
CIRCUIT CITY STORES, INC., et al., § Chapter 11
§
Debtors. § Case No 08-35653 (KRH)
§
§ Jointly Administered

**RESPONSE AND REQUEST FOR HEARING TO LIQUIDATING TRUST'S THIRD
OMNIBUS OBJECTION TO LANDLORD CLAIMS (REDUCTION OF CERTAIN
PARTIALLY INVALID CLAIMS, RECLASSIFICATION OF CERTAIN
MISCLASSIFIED CLAIMS, DISALLOWANCE OF CERTAIN INVALID
CLAIMS, DISALLOWANCE OF CERTAIN LATE FILED CLAIMS,
AND DISALLOWANCE OF CERTAIN AMENDED CLAIMS)**

Capmark Finance, Inc. ("Capmark") on behalf of Bank of America National Association (Bank of America), by and through its counsel Bryan Cave LLP, hereby files this Response and Request for Hearing to Liquidating Trust's Third Omnibus Objection To Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Invalid Claims, Disallowance of Certain Late Filed Claims, and Disallowance of Certain Amended Claims) (the "Objection"), and states as follows:

Proof of Claim 14363

1. The Trustee for Debtors has objected to proof of claim number 14363 (the "Claim") filed by Capmark, as assignee of leases by, and rents owing to certain Debtor's real property landlords. (Ex. A).

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Attorney for Capmark Finance Inc.

2. The Claim was filed for the amount of \$1,120,367.89.

3. With regard to proof of claim 14363, Trustee for Debtors states that:

“According to the Debtors’ books and records, the claim should be disallowed in its entirety because the amounts asserted in the claim are not owed.

4. Rule 3001(f) of the Federal Rules of Bankruptcy Procedure provides that a “proof of claim executed and filed in accordance with these rules shall constitute prima facie evidence of the validity and amount of the claim. Fed. R. Bankr P. 3001(f).

5. Trustees for Debtors fails to offer any evidentiary support for his assertion that the amount asserted in the Claim is not owed.

6. After a creditor has timely and properly filed a proof of claim, the Debtor must produce substantial evidence to rebut this prima facie evidence. See in re Hemingway Transp. Inc. 993 F.2d 915, 925 (1st Cir. 1993) (“The interposition of an objection does not deprive the proof of claim of presumptive validity unless the objection is supported by substantial evidence”); In re Harford Sands, Inc. 372 F.3d 637, 640-41 (4th Cir. 2004) (Creditor’s filing of proof of claim constitutes prima facie evidence of amount and validity of claim, and burden is on debtor to object to claim and to introduce evidence to rebut its presumptive validity); In re Gran, 964 F.2d 882, 827 (8th Cir. 1992) (“The objection party must then produce evidence rebutting the claimant or else the claimant will prevail.”)

7. In this case, the Claim was filed prior to the Bar Date and in accordance with the Federal Rules of Bankruptcy Procedure and provides sufficient documentary support for the Claims and the calculation of the Claims amounts. The Objection does not provide any evidence whatsoever to supports its objection to the calculation of the Claims amounts.

8. The Debtor bears the burden of proof for the disallowance of any portion of the Claims. See In re Woodmere Investors Ltd. Partnership, 178 B.R. 346, 354 (Bankr. S.D.N.Y

1995) Because Trustee for Debtors has produced no evidence in support of the proposed disallowance, he has failed to meet his burden of proof.

WHEREFORE, Capmark respectfully requests that the Court (a) overrule the Objection as it relates to the Claim; (b) allow the claim as provided in proof of claim 14363; and (c) grant Capmark such other and further relief as this Court deems appropriate under the circumstances.

Dated: April 6, 2011

BRYAN CAVE LLP

By: /s/ Philip J. Meitl
Philip J. Meitl (VA Bar No. 73215)
Bryan Cave LLP
1155 F Street NW, Suite 700,
Washington DC 20004
(202) 508-6000 (phone)

Attorney for Capmark Finance Inc.

CERTIFICATE OF SERVICE

The undersigned hereby states that on the 6th day of April, 2011, a true and correct copy of the above foregoing instrument was sent to:

Clerk of the Bankruptcy Court
United States Bankruptcy Court
701 East Broad Street-Room 4000
Richmond, VA 23219

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Telephone (804) 783-8300
Telecopy: (804) 783-0178

/s/ Philip J. Meitl

Philip J. Meitl

982003744	1001 Pymouth Rd., Minneapolis, Minnesota 55306	Placita J. Ruiz, L.L.C., as assigned from Circuit Investors 84-Oldham City Limited Partnership, a Texas limited partnership	3/31/2009	\$42,044.33	4.7	\$281,553.22	\$197,608.35	\$82,227.22
982003746	5624 Johnston Street, Lafayette, Louisiana 70503	CC Lafayette, LLC	3/31/2009	\$31,770.87	4.7	\$199,820.22	\$149,322.15	\$9,130.19
982003745	18701 E 39th St. S., Independence, Missouri 64057	Circuit Investors 85 Montgomeryville LP, Independence, a Pennsylvania limited partnership	12/31/2008	\$33,324.67	1.7	\$66,651.94	\$66,651.94	
982003726	24244 Hwy 19, Clearwater, FL 32463		3/10/2009	\$40,894.81	4	\$122,984.43	\$163,978.24	\$36,340.67
982003741	9950 Joliet Rd, County Side, IL	CC Countryside 98 LLC	12/31/2008	\$53,628.67	1.7	\$80,985.32	\$80,985.34	\$18,718.51
11016738	2990 East Main, Cortland, New York 10596	Cortland B, L.L.C., a New York limited liability company	3/31/2009	\$56,594.84	4.7	\$199,871.69	\$275,395.75	\$16,422.71
982005545	2800 SW 190th Street, Lynnwood, Washington 98036	WEC 98D Lynnwood Investment Trust, a Delaware business trust	3/31/2009	\$55,591.87	3.8	\$212,863.56	\$211,248.35	\$16,909.68
982005546	4071 Miller Road, Flint, Michigan 4807	Daniel G. Kamah Flint LLC, as assigned from WEC 98D Flint Investment Trust, a Delaware business trust	23-Feb-09	\$54,003.33	3.52	\$244,171.70	\$180,091.72	\$33,982.00
983005549	4535 West College Ave., Grand Chute, Wisconsin 54815	WEC 98D Appleton-1 Investment Trust and WEC 98D Appleton-2 Investment Trust	3/31/2009	\$39,708.33	4.7	\$159,729.62	\$186,629.15	\$23,033.82
982005328	24001 El Toro Road, Laguna Hills, California 92653	WEC 98D Laguna Investment Trust, a Delaware business trust	3/31/2009	\$89,686.67	4.7	\$281,104.77	\$328,467.35	\$44,132.22
982005547	3124 Varial Parkway East, Vestal, New York 13850	WEC 98D Vestal Investment Trust, a Delaware business trust	3/31/2009	\$42,865.00	4.7	\$172,508.37	\$201,559.50	\$74,338.73
987004874	4600 28th St. SE, Kenilwood, Michigan 48064	Bond-Circuit VII Delaware Business Trust, a Delaware business trust	3/31/2009	\$45,372.75	4.7	\$192,515.55	\$213,251.93	\$47,210.72
987004875	7320 Market St., Boardman, Ohio 44804	Bond-Circuit V Delaware Business Trust	3/31/2009	\$43,798.95	4.7	\$178,184.88	\$205,855.07	\$26,852.04

tabbles

EXHIBIT

A

987004877	3423 Clemson Blvd, Anderson, South Carolina	Bond-Circuit II Delaware Business Trust, a Delaware business trust	3/31/2008	\$26,680.17	4.7	\$100,323.85	\$128,338.80	\$23,061.31
987004878	3475 William Penn Hwy, Wilkins Township, Pennsylvania 15146.	VMIL/MPL Business Trust, a Delaware business trust and VMIL/MPL Business Trust	3/10/2009	\$76,455.82	4	\$307,350.10	\$305,823.89	\$77,348.39
987004873	30300 Warren Road, Westland, Michigan 48185	VMIL/MPL Business Trust, a Delaware business trust and VMIL/MPL Business Trust	2/23/2009	\$86,226.00	3.52	\$233,210.13	\$233,115.52	\$40,821.73
PAYD IN FULL	1505 S. Colorado Blvd., Denver [Glendale], Colorado 80222	CC - Investors 1987-4, a Delaware business trust	3/31/2008					
987004871	4483 US Route 14, Crystal Lake, Illinois	CC-Investors 1997-3	12/31/2008	\$42,740.00	1.7	\$72,224.00	\$72,658.00	
982005551	4110 Atlanta Highway, Athens, Georgia	Kep-Athens, LLC, a Massachusetts limited liability company	12/31/2008	\$28,182.82	1.7	\$28,182.82	\$47,927.96	\$4,820.23
980870452	9950 Maryland Drive, Richmond, Virginia		2/28/2009				\$465,930.31	
987004872	8405 E. Kellogg Dr., Wichita, KS		11/10/2008	\$125,927.11	3.7	\$503,708.44		\$123,898.72
987004870	1801 Chesapeake Blvd., West Palm Beach, FL		9/31/2008	\$48,780.00	0	\$0.00	\$286,680.10	
			9/31/2008	\$56,783.00	4.7	\$189,531.75		\$39,890.80
TOTAL						\$3,765,686.06	\$3,898,728.19	\$52,404.71
TOTAL ADMINISTRATIVE CLAIM								\$783,321.16
						\$1,120,367.89		\$80,809.88

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:	§	
	§	Chapter 11
CIRCUIT CITY STORES, INC., et al.,	§	
	§	Case No 08-35653 (KRH)
Debtors.	§	
	§	Jointly Administered

CAPMARK FINANCE, INC.'S REQUEST FOR HEARING

Capmark Finance, Inc. ("Capmark"), on behalf of Bank of America, National Association (Bank of America), by and through its counsel Bryan Cave LLP, hereby files its Request for Hearing on its Response to Liquidating Trust's Third Omnibus Objection to Landlord Claims (Reduction of Certain Partially Invalid Claims, Reclassification of Certain Misclassified Claims, Disallowance of Certain Late Filed Claims, and Disallowance of Certain Late Filed Claims, And Disallowance of certain Amended Claims) (the "Response").

Capmark filed the Response on April 6, 2011. As set forth in the Response, the objection to proof of claim 14363 should be denied and the claim should be allowed in its entirety.

WHEREFORE, Capmark Finance, Inc. respectfully requests the Court schedule a hearing on its Response for 2:00 p.m. on May 11, 2011 and grant such other and further relief as the Court deems just and proper.

Philip J. Meitl (VA Bar No. 73215)
Bryan Cave LLP
1155 F Street NW, Suite 700, Washington DC 20004
(202) 508-6000 (phone)
Attorney for Capmark Finance Inc.

Dated this 6th day of April, 2011.

Respectfully submitted,

BRYAN CAVE LLP

By: P.J. Meitl (VA Bar No. 73215)
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(202) 220-7343 (facsimile)
pj.meitl@bryancave.com

Attorney for Capmark, Inc.

CERTIFICATE OF SERVICE

I hereby certify that on April 6, 2011, a true and correct copy of the foregoing was served through the Court's ECF system to all parties consenting to service through same, and on all parties listed on the attached service list by overnight mail.

/s/Philip J. Meitl
Philip J. Meitl